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GOOGLE INC.

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

ORACLE AMERICA, INC.,

Plaintiff,

v.

GOOGLE INC.,

Defendant.

Case No. 3:10-cv-03561-WHA

**DECLARATION OF LUIS VILLA, IV IN  
RESPONSE TO ORACLE AMERICA,  
INC.'S ADMINISTRATIVE MOTION TO  
FILE UNDER SEAL**

Judge: Hon. William Alsup

1 I, Luis Villa, IV, declare as follows:

2 I am an associate in the law firm of Greenberg Traurig LLP, counsel to Google Inc.  
3 (“Google”) in the present case. I submit this declaration in response to Oracle America, Inc.’s  
4 Administrative Motion to File Under Seal (Dkt. No. 340). I make this declaration based on my  
5 own personal knowledge. If called as a witness, I could and would testify competently to the  
6 matters set forth herein.

7 1. I have reviewed Oracle America, Inc.’s Opposition to Google’s Motion for  
8 Summary Judgment on Count VIII of Oracle’s Amended Complaint (“Opposition”) (Dkt. No.  
9 339), Exhibits 1, 2, 3, 4, 5, 8, 9, 10, 11, 12, 13, 14, 15, and 16 to the Declaration of Roman A.  
10 Swoopes in Support of Oracle’s Opposition to Google’s Motion for Summary Judgment on  
11 Count VIII of Oracle’s Amended Complaint (“Swoopes Declaration”) (Dkt. No. 343), and  
12 Exhibits 1 and 2 to the Declaration of John C. Mitchell in Support of Oracle America, Inc.’s  
13 Opposition to Google’s Motion for Summary Judgment on Count VIII of Oracle’s Amended  
14 Complaint (“Mitchell Declaration”) (Dkt. No. 341).

15 2. Exhibits 10, 14, 15 and 16 to the Swoopes Declaration, which Oracle America,  
16 Inc. (“Oracle”) attaches to Oracle’s Opposition, should be filed under seal. These materials  
17 either are or reference materials properly designated Confidential or Highly Confidential -  
18 Attorneys’ Eyes Only pursuant to the Order Approving Stipulated Protective Order Subject to  
19 Stated Conditions entered in this case (Dkt. No. 68), and should be sealed for compelling  
20 reasons.

21 3. Swoopes Declaration Exhibit 10 should be filed under seal pursuant to the Order  
22 Approving Stipulated Protective Order Subject to Stated Conditions (Dkt. No. 68) governing this  
23 case because it discusses Google’s core technologies, Google’s relationships with mobile carries  
24 and handset manufacturers, and Google’s business strategy with regards both to a specific  
25 partner and Android more generally. Disclosure of this information, which Google does not  
26 share publicly during the normal course of business, would cause great and undue harm to  
27 Google’s business.

28 4. Swoopes Declaration Exhibit 14 should be filed under seal pursuant to the Order

1 Approving Stipulated Protective Order Subject to Stated Conditions (Dkt. No. 68) governing this  
 2 case because it is the personal employment self-evaluation of a Google employee, discussing  
 3 confidential information about the employee's career and aspirations that are not relevant to this  
 4 case. Disclosure of this information, which neither Google nor the employee share publicly  
 5 during the normal course of business, would cause great and undue harm to the employee and to  
 6 Google's business.

7         5.         Swoopes Declaration Exhibit 15 and 16 should be filed under seal pursuant to the  
 8 Order Approving Stipulated Protective Order Subject to Stated Conditions (Dkt. No. 68)  
 9 governing this case because they disclose confidential contractual information about both the  
 10 outside contractor (who is not a party to this litigation) and to Google's negotiation of  
 11 relationships with outside contractors. Disclosure of agreement terms and structure would  
 12 provide an unfair advantage to Google's counterparties and competitors. Moreover, Google  
 13 typically does not disclose the terms or structure of its contracts with its contractors without  
 14 permission, in order to protect those contractors' confidential information. Release of these  
 15 documents may also damage the contractor by providing its competitors with information about  
 16 the contractor's fees in connection with certain types of tasks. As a result of these factors,  
 17 disclosure of this information, which neither Google nor its contractor share publicly during the  
 18 normal course of business, would cause great and undue harm to Google's business.

19         6.         Google does not oppose Oracle's Administrative Motion and submits herewith a  
 20 proposed Order Sealing Google Inc.'s Confidential Information. Disclosure of this material  
 21 would cause great and undue harm to Google's business and to third parties.

22  
 23         I declare under penalty of perjury that the foregoing facts are true and correct.

24         Executed on August 26, 2011 in Palo Alto, California.

25  
 26  
 27   
 28 LUIS VILLA, IV